

21st Annual!!

21ST ANNUAL PERFECT YOUR PPSA SKILLS

Your clients are relying on you to protect their security interests. Are you prepared?

Ontario's *Personal Property Security Act* (PPSA) is highly technical legislation, demanding fluency with its rules and requirements. Failure to comply with the PPSA can have serious consequences for your clients and your reputation. This practical, essential one-day course is designed to provide you with an in-depth understanding of the PPSA to help you properly protect your client's security interests. You will:

- Gain a thorough understanding of the PPSA and learn how to identify and resolve common issues
- Understand the interplay between the PPSA and Ontario's *Securities Transfer Act, 2006*
- Learn the technical requirements governing financing statements, including differences in the common law provinces

PLUS! Reinforce your PPSA concepts + skills during a half-day practical workshop (*optional*) where you will apply key provisions in thought-provoking client scenarios.

Can't attend live? Includes 120-day access to program archive.
(Workshop is live only/not part of program archive.)

Program Chairs

Richard Borins
Osler, Hoskin & Harcourt LLP

Ben Leith
Cassels Brock & Blackwell LLP

Date and Time

PROGRAM:
November 12, 2020
9:00 a.m. – 5:00 p.m. EST
Online – Live, Interactive
(includes 120-day access to program archive)

WORKSHOP (OPTIONAL):
November 13, 2020
9:00 a.m. – 12:00 p.m. EST
Online – Live, Interactive
(live only/not part of program archive)

ONLINE REPLAY:
December 10, 2020
(includes 120-day access to program archive)

Register today at:
osgoodepd.ca/ppsa-skills



21ST ANNUAL Perfect Your PPSA Skills

To enhance your PPSA understanding and fluency, this program will also:

- Explore various fact scenarios to identify key information required for PPSA registrations
- Examine recent developments in real property issues and the PPSA
- Address how to identify and resolve conflicts, including exceptions to the priority rules
- Provide tips on drafting solidly-formulated and appropriately-qualified opinions

You Will Learn About:

- PPSA fundamentals and the “what”, “when” and “how” of attachment
- Principal elements of financing statements, acknowledgements and searches
- Differences in PPSA legislation in the common law provinces
- Exceptions to the “first come, first served” priority rules
- Fundamental registration issues and relevant case law
- Essentials of the *Securities Transfer Act, 2006* and how to take security in investment property
- Required elements of an opinion related to security interest: enforceability, creation of a valid security interest perfection and more

Who Should Attend:

- Lawyers involved with secured lending transactions:
 - financial services and banking
 - bankruptcy and insolvency
 - corporate/commercial
 - real estate law
- In-house counsel, executives and professionals involved with finance or credit:
 - financial services and banking
 - commercial transactions
- real estate transactions
- bankruptcy and insolvency
- Law clerks, paralegals and other professionals who:
 - prepare PPSA filings, conduct PPSA searches or examine PPSA response certificates
 - engage in due diligence, real estate law, commercial or secured lending transactional work

Register today at:

osgoodepd.ca/ppsa-skills

Program Agenda

November 12, 2020

9:00 a.m. – 5:00 p.m. EST

Online – Live, Interactive

9:00 a.m.

Chairs’ Welcome and Opening Remarks

9:00 a.m.

Overview of the *Personal Property Security Act*

Natalie Renner, Davies Ward Phillips & Vineberg LLP

- What is covered by the PPSA?
- Identifying the specific factual and legal issues
- Recognizing the client’s specific circumstances
- Communicating with the client – what is required?
- What is meant by “security interest” and how is it created?
- The “what”, “when” and “how” of attachment
- “Perfection” of a security interest and why it is important

10:00 a.m.

Preparation of Financing Statements

Liliana Carpico, Norton Rose Fulbright Canada LLP

Nicole Sigouin, Norton Rose Fulbright Canada LLP

Learn what steps to take and what content to include when preparing financing statements, as you participate in the actual drafting of a sample document:

- Debtor/secured party names and addresses and registration period
- Financing statements and financing change statements
- Collateral classification and description
- Timing of registrations
- Mandatory and optional amendments
- Obligations regarding client confidentiality
- Ethical obligations relating to PPSA filings and registration
- Differences in other common-law provinces

10:45 a.m.

Break

11:00 a.m.

PPSA Acknowledgements and Searches

Liliana Carpico, Norton Rose Fulbright Canada LLP

Nicole Sigouin, Norton Rose Fulbright Canada LLP

- How to examine a PPSA response certificate
- Things to consider when reviewing PPSA search results
- Dealing with potentially competing prior registrations

11:30 a.m.

Case Study: Exploration of Common PPSA Problems

Meaghan Obee Tower, Stikeman Elliott LLP

Utilizing small work groups, these case studies will include a number of PPSA and related issues that will then be discussed in an interactive forum. You will learn to:

- Identify the key information required for PPSA registrations from fact scenarios
- Identify other issues that may arise from fact scenarios which are technically outside of the PPSA
- Understand your professional and ethical obligations

12:30 p.m.

Lunch Break

1:30 p.m.

How to Draft Solid Opinions

Dan Dedic, Goodmans LLP

- Basic opinion elements: enforceability, creation of a valid security interest perfection and other elements
- The purpose of each element of the opinion
- Crafting appropriate qualifications
- Opinion formulations to avoid
- Dealing with lien searches and registrations
- Conflict of laws issues
- Perfection by control
- Ethics and legal opinions
- Current opinion issues

2:30 p.m.

Overview and Introduction to Ontario's Securities Transfer Act, 2006

Noel Chow, McCarthy Tétrault LLP

This presentation will highlight key concepts of the *Securities Transfer Act, 2006* and its impact on taking security interest over personal property, including:

- The "direct" and "indirect" holding systems
- Introduction to the terms "investment property" and "control"
- Certificated and uncertificated securities
- Perfection, priority and conflict of laws rules

3:15 p.m.

Break

3:30 p.m.

Real Property Issues and the PPSA

Ben Leith, Cassels Brock & Blackwell LLP

- Recent developments in the comparative priority of distress
- Real property law perspective on fixture financing
- Practice management and competency issues relating to real property transactions and the PPSA
 - Understanding the applicable legislation
 - Identifying the risks and keeping the client informed

4:15 p.m.

Exceptions to the Rules: When First Come Is Not First Served

Daniel Cipollone, Cassels Brock & Blackwell LLP

Before "first come, first served" priority rules can apply, one must ensure that the interest is not captured by one of the many exceptions set out in the PPSA, including:

- Purchase Money Security Interests (PMSIs)
- Fixtures
- Perfection by control (investment property)
- Intellectual property
- Security interests registered under the *Bank Act*

5:00 p.m.

PROGRAM CONCLUDES

Workshop (Optional)

November 13, 2020

9:00 a.m. – 12:00 p.m. EST

Online – Live, Interactive

(not recorded/part of program archive)

9:00 a.m.

PPSA Skills Workshop – Applying Key Provisions in Everyday Client Scenarios

Russell Dufault, Norton Rose Fulbright Canada LLP

Nicole Sigouin, Norton Rose Fulbright Canada LLP

This unique, skills-based workshop will provide you with a unique opportunity to develop and apply the practical skills you have learned throughout this program – with the benefit of real-time support and expert guidance from your workshop instructors. Enhance your ability to make the right decisions, to best protect and serve your client's security interests, and to avoid a host of costly pitfalls.

Structured in a collegial and interactive, online classroom setting, this workshop will also explore real-world and thought-provoking situations providing you with hands-on experience working-through various ethical and professional considerations.

You will emerge from this hands-on workshop with an in-depth understanding of Ontario's PPSA, which you can put to immediate use in your organization or practice.

NOTE: There will be a 15-minute break during the Workshop. Workshop is live only/not part of program archive.

12:00 p.m.

WORKSHOP CONCLUDES

“What a fantastic and useful workshop. The actual course on the first day was able to unpack the PPSA and get the "theory" conveyed to the audience, but the second day's workshop did a wonderful job of crystalizing how the PPSA applies in daily situations and the instructors provided a number of valuable practice points to assist. I would definitely recommend this workshop to future participants of the course as a valuable add-on.”

Anjlee Patel, Vice President, Legal Services & Assistant Corporate Secretary, Infrastructure Ontario

Chairs

Richard Borins
Osler, Hoskin & Harcourt LLP

Ben Leith
Cassels Brock & Blackwell LLP

Faculty Includes

Liliana Carpico
Norton Rose Fulbright
Canada LLP

Russell Dufault
Norton Rose Fulbright
Canada LLP

Noel Chow
McCarthy Tétrault LLP

Meaghan Obee Tower
Stikeman Elliott LLP

Daniel Cipollone
Cassels Brock & Blackwell LLP

Natalie Renner
Davies Ward Phillips &
Vineberg LLP

Dan Dedic
Goodmans LLP

Nicole Sigouin
Norton Rose Fulbright
Canada LLP

“Great program! Would highly recommend it! The binder with the materials was critical to have. Thanks for the educational day.”

Laina Smith, Associate, Blaney McMurtry LLP

“Practical and informative.”

Adam Taylor, Associate, Bennett Jones LLP

“Very informative and great speakers who were able to get the key factors across.”

Michael Galea, Shipping Specialist, Con Cast Pipe

“The speakers were very knowledgeable and accessible.”

Luc Maisonneuve, Maisonneuve Dawkins Lawyers | Avocats

Registration Details

Fee per Delegate

Program Only: \$795 plus HST

Program + Workshop: \$995 plus HST

New Licensee (2017 – current): 50% off regular rate

Fees include attendance, program materials and 120-day access to program archive. Workshop is live only/not part of program archive. Group discounts and financial assistance are available. Visit www.osgoodepd.ca/financial-assistance for details.

Program Changes

We will make every effort to present the program as advertised, but it may be necessary to change the date, location, speakers or content with little or no notice. In the event of program cancellation, York University's and Osgoode Hall Law School's liability is limited to reimbursement of paid fees.

Cancellations and Substitutions

Substitution of registrants is permitted at any time. If you are unable to find a substitute, a full refund is available if a cancellation request is received in writing 14 days prior to the program date. If a cancellation request is made with less than 14 days notice, a \$75 administration fee will apply. No other refund is available.



OsgoodePD has been approved as an Accredited Provider of Professionalism Content by the LSO.

Eligible CPD Hours – LSO (ON):



Program – 7h CPD (5h 30m Substantive; 1h 30m Professionalism).

Workshop – 3h (2h 30m Substantive; 30m Professionalism).



LawPRO: this Program is approved for LawPRO Risk Management Credit.

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Osgoode Professional Development



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